

EXHIBIT 3

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EXHIBIT 3

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**United States District Court
Northern District of California, San Francisco Division
Civil Action No. 3:17-CV-00939-WHA**

**WAYMO LLC
v.
UBER TECHNOLOGIES, INC.; OTTOMOTTO LLC; OTTO TRUCKING
LLC**

**Expert Report of
Michael J. Wagner
August 24, 2017**

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21. In August 2016, Uber acquired Ottomotto, which at the time had over 90 employees.³⁶ After the acquisition, Uber retired the Otto name and integrated all of its self-driving efforts under its Advanced Technologies Group.³⁷

4. Otto Trucking LLC

22. Otto Trucking LLC is a limited liability company with its principal place of business located at 737 Harrison Street, San Francisco, CA.³⁸

23. Anthony Levandowski and Lior Ron founded Otto Trucking on February 1, 2016.³⁹ As explained by Lior Ron, “Otto Trucking is basically a legal holding entity. It doesn't have any IP; it doesn't have any R&D activities; doesn't have any employees; doesn't have any ongoing activity of any sort.”⁴⁰ Cameron Poetzsch, Uber's Vice President of Corporate Development, stated that “Otto Trucking is largely just an LLC” and “just an entity with ... very little, if any, operations or employees.”⁴¹

24. However, as Mr. Poetzsch also explained, Otto Trucking LLC has a “contract with Uber or one of its affiliates to be acquired by Uber.”⁴² Uber's option period to acquire Otto Trucking opens on August 31, 2017, and closes on November 30, 2017.⁴³ If Uber does not acquire Otto Trucking during that period, Uber will be obligated to (i) become a 50% owner in Otto Trucking and (ii) to license Uber's self-driving technology (including all trade secrets) exclusively to Otto Trucking (even vis-à-vis Uber) for use in the commercialization of self-driving trucks.⁴⁴

³⁶ Uber, “Rethinking Transportation,” August 18, 2016, <<https://newsroom.uber.com/rethinking-transportation/>>, accessed August 16, 2017. [2.14]

³⁷ Uber, “The Future of Trucking,” <<https://www.uber.com/info/atg/truck/>>, accessed August 16, 2017. [2.13]

³⁸ First Amended Complaint, ¶ 15, p. 6. [2.1]

³⁹ First Amended Complaint, ¶ 49, p. 12. [2.1]

⁴⁰ Deposition of Lior Ron, April 19, 2017, p. 13. [2.18]

⁴¹ Deposition of Cameron Poetzsch, June 19, 2017, pp. 292, 370. [2.19]

⁴² Deposition of Cameron Poetzsch, June 19, 2017, p. 370. [2.19]

⁴³ Plaintiff's First Supplemental Objections and Responses to Otto Trucking, LLC's First Set of Interrogatories (Nos. 1-14), p. 126. [7.7]

⁴⁴ Plaintiff's First Supplemental Objections and Responses to Otto Trucking, LLC's First Set of Interrogatories (Nos. 1-14), pp. 126-127. [7.7]